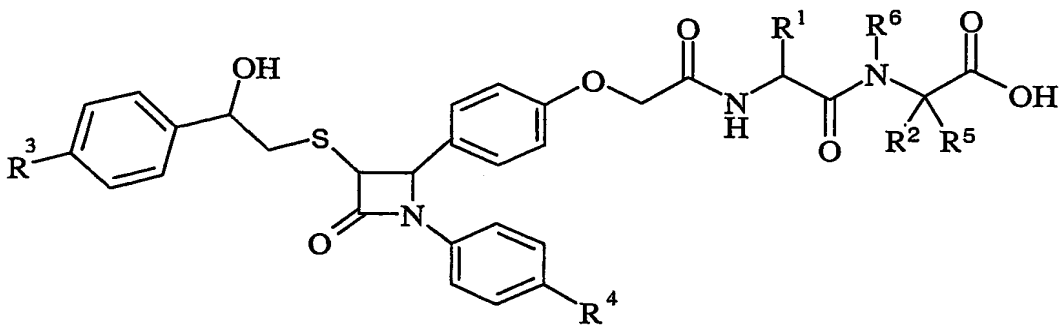
## Claims

1. A compound of formula (I):



(I)

wherein:

$\mathbf{R^1}$ is hydrogen, $C_{1-6}$alkyl, $C_{3-6}$cycloalkyl or aryl; wherein said $C_{1-6}$alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, $C_{1-6}$alkoxy, *N*-($C_{1-6}$alkyl)amino, *N,N*-($C_{1-6}$alkyl)$_2$amino, $C_1$-$C_6$ alkylcarbonylamino $C_{1-6}$alkylS(O)$_a$ wherein a is 0-2, $C_{3-6}$cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, $C_{1-6}$alkyl or $C_{1-6}$alkoxy;

$\mathbf{R^2}$ and $\mathbf{R^5}$ are independently hydrogen, a branched or unbranched $C_{1-6}$alkyl, $C_{3-6}$cycloalkyl or aryl; wherein said $C_{1-6}$alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, $C_{1-6}$alkoxy, aryl $C_{1-6}$alkoxy,($C_1$-$C_4$)$_3$Si, *N*-($C_{1-6}$alkyl)amino, *N,N*-($C_{1-6}$alkyl)$_2$amino, $C_{1-6}$alkylS(O)$_a$, , $C_{3-6}$cycloalkyl, aryl or aryl $C_{1-6}$ alkylS(O)$_a$, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, $C_{1-6}$alkyl or $C_{1-6}$alkoxy;

$\mathbf{R^3}$ is hydrogen, alkyl, halo, $C_{1-6}$alkoxy or $C_{1-6}$ alkylS-;

$\mathbf{R^4}$ is hydrogen, $C_{1-6}$ alkyl, halo or $C_{1-6}$alkoxy;

$\mathbf{R^6}$ is hydrogen, $C_{1-6}$ alkyl, or aryl$C_{1-6}$ alkyl;

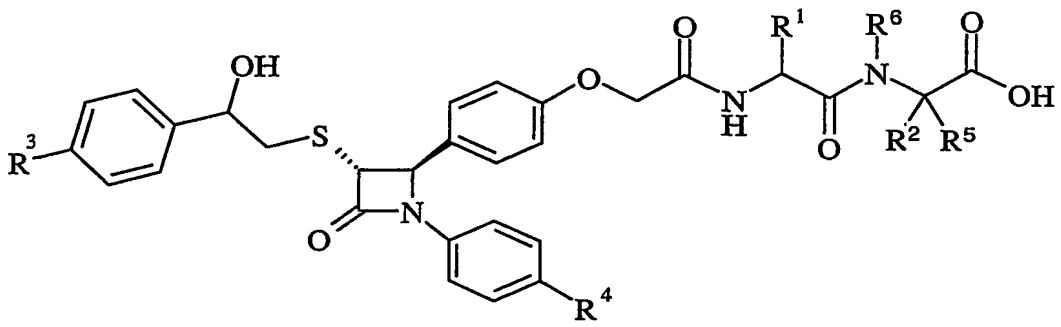
wherein $\mathbf{R^5}$ and $\mathbf{R^2}$ may form a ring with 2-7 carbon atoms and wherein $\mathbf{R^6}$ and $\mathbf{R^2}$ may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof;

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-[4-(*N*-{*N*-[(R)-1-(carboxy)-2-(hydroxy)ethyl]carbamoylmethyl} carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-

2-hydroxyethylsulphanyl]-4-{4-[*N*-((R)-α-{*N*-[(S)-1-(carboxy)-2-(hydroxy) ethyl]carbamoyl}benzyl)carbamoylmethoxy]phenyl}azetidin-2-one.

2. A compound of formula (I2):



(I2)

wherein:

$\mathbf{R^1}$ is hydrogen, $C_{1-6}$alkyl, $C_{3-6}$cycloalkyl or aryl; wherein said $C_{1-6}$alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, $C_{1-6}$alkoxy, *N*-($C_{1-6}$alkyl)amino, *N,N*-($C_{1-6}$alkyl)$_2$amino, $C_1$-$C_6$ alkylcarbonylamino $C_{1-6}$alkylS(O)$_a$ wherein a is 0-2, $C_{3-6}$cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, $C_{1-6}$alkyl or $C_{1-6}$alkoxy;

$\mathbf{R^2}$ and $\mathbf{R^5}$ are independently hydrogen, a branched or unbranched $C_{1-6}$alkyl, $C_{3-6}$cycloalkyl or aryl; wherein said $C_{1-6}$alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, $C_{1-6}$alkoxy, aryl $C_{1-6}$alkoxy,($C_1$-$C_4$)$_3$Si, *N*-($C_{1-6}$alkyl)amino, *N,N*-($C_{1-6}$alkyl)$_2$amino, $C_{1-6}$alkylS(O)$_a$, , $C_{3-6}$cycloalkyl, aryl or aryl $C_{1-6}$ alkylS(O)$_a$, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, $C_{1-6}$alkyl or $C_{1-6}$alkoxy;

$\mathbf{R^3}$ is hydrogen, alkyl, halo, $C_{1-6}$alkoxy or $C_{1-6}$ alkylS-;

$\mathbf{R^4}$ is hydrogen, $C_{1-6}$ alkyl, halo or $C_{1-6}$alkoxy;

$\mathbf{R^6}$ is hydrogen, $C_{1-6}$ alkyl, or aryl$C_{1-6}$ alkyl;

wherein $\mathbf{R^5}$ and $\mathbf{R^2}$ may form a ring with 2-7 carbon atoms and wherein $\mathbf{R^6}$ and $\mathbf{R^2}$ may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof;

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-[4-(*N*-{*N*-[(R)-1-(carboxy)-2-(hydroxy)ethyl]carbamoylmethyl}carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-{4-[*N*-((R)-α-{*N*-[(S)-1-(carboxy)-2-(hydroxy)ethyl]carbamoyl}benzyl)carbamoylmethoxy]phenyl}azetidin-2-one.

3. A compound according to claim 1 or 2, wherein:
$\mathbf{R^1}$ is hydrogen or phenyl.

4. A compound according to any of the preceding claims, wherein:
$\mathbf{R^2}$ is hydrogen, a branched or unbranched $C_{1-6}$alkyl, $C_{3-6}$cycloalkyl or aryl; wherein said $C_{1-6}$alkyl may be optionally substituted by one or more hydroxy, amino, acylamino, $C_{1-6}$alkyl$S(O)_a$ wherein a is 0-2, $C_{3-6}$cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by hydroxy, alkyl, alkoxy or cyano.

5. A compound according to any of the preceding claims, wherein:
$\mathbf{R^3}$ is hydrogen, $C_1$-$C_2$alkyl, halo or methoxy.

6. A compound according to any of the preceding claims, wherein:
$\mathbf{R^3}$ is hydrogen, methyl, chlorine, fluorine, $C_{1-6}$ alkylS-, or methoxy.

7. A compound according to any of the preceding claims, wherein:
$\mathbf{R^4}$ is hydrogen or halo.

8. A compound according to any of the preceding claims, wherein:
$\mathbf{R^4}$ is chlorine or fluorine.

9. A compound according to any of the preceding claims, wherein:
$\mathbf{R^6}$ is hydrogen, $C_{1-6}$ alkyl, aryl$C_{1-6}$alkyl or $\mathbf{R^6}$ and $\mathbf{R^2}$ form a ring with 3-6 carbon atoms.

10. A compound according to claim 1, wherein:
$\mathbf{R^1}$ is hydrogen;

$\mathbf{R^2}$ is a branched or unbranched $C_{1-4}$alkyl, optionally substituted by a $C_{3-6}$cycloalkyl, alkylS-, aryl optionally substituted by hydroxy or cyano, amino, *N*-($C_{1-6}$alkyl)amino, *N,N*-($C_{1-6}$alkyl)$_2$amino or aryl $C_{1-6}$ alkyl$S(O)_a$, wherein a is 0-2

$\mathbf{R^3}$ and $\mathbf{R^4}$ are halo;
$\mathbf{R^5}$ is hydrogen or $C_{1-6}$ alkyl; and
$\mathbf{R^6}$ is hydrogen.

11. One or more compounds chosen from:
N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-$N^6$-acetyl-D-lysine;

1-(4-Fluorophenyl)-3-(R)-[2-(4-fluorophenyl)-2-hydroxyethylthio]-4-(R)-{4-[*N*-{*N*-[2-(phenyl)-1-(R)-(carboxy)ethyl]carbamoylmethyl}carbamoylmethoxy]phenyl}azetidin-2-one;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-tyrosine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-proline;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-lysine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-hydroxy-2-(4-methoxyphenyl)ethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-2-butylnorleucine;

*N*-{[4-((2*R*,3*R*)-1-(4-Fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-*S*-methyl-L-cysteine;

*N*-{[4-((2*R*,3*R*)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-cyclohexyl-D-alanine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-cyclohexyl-D-alanine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-4-methylleucine;

*N*-{[4-((2*R*,3*R*)-1-(4-Fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}-L-alanyl-D-valine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-hydroxy-2-(4-methylphenyl)ethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;

*N*-{[4-((2*R*,3*R*)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;

*N*-{[4-((2*R*,3*R*)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-methyl-D-valine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-(2-naphthyl)-D-alanine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-methyl-D-valine;

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-(3*R*,4*S*,5*R*)-3,4,5,6-tetrahydroxy-D-norleucine.

*N*-{[4-((2*R*,3*R*)-1-(4-Fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-*N*,2-dimethylalanine

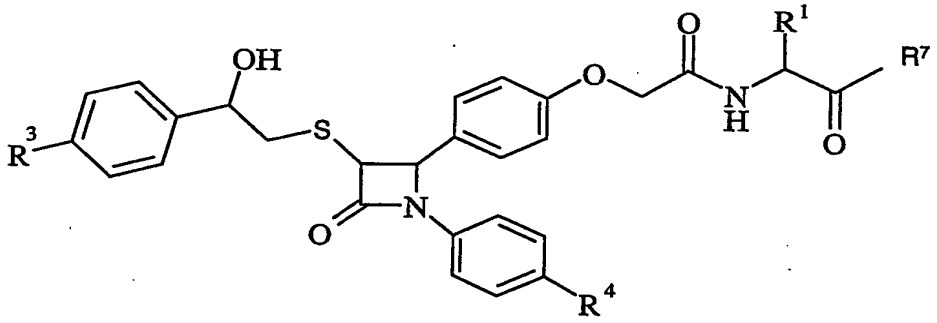
*N*-({4-[(2*R*,3*R*)-1-(4-Fluorophenyl)-3-({2-hydroxy-2-[4-(methylthio)phenyl]ethyl}thio)-4-oxoazetidin-2-yl]phenoxy}acetyl)glycyl-3-methyl-D-valine

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-*S*-(4-methylbenzyl)-D-cysteine

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-*S*-(*tert*-butyl)-D-cysteine

*N*-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-b,b-dimethyl-D-phenylalanine.

12. A compound of the formula **(XV)** or hydrolysable esters or amides thereof:



**(XV)**

wherein:

**R¹** is hydrogen, $C_{1-6}$alkyl, $C_{3-6}$cycloalkyl or aryl; wherein said $C_{1-6}$alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, $C_{1-6}$alkoxy, *N*-($C_{1-6}$alkyl)amino, *N,N*-($C_{1-6}$alkyl)$_2$amino, $C_1$-$C_6$ alkylcarbonylamino $C_{1-6}$alkyl$S(O)_a$ wherein a is 0-2, $C_{3-6}$cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, $C_{1-6}$alkyl or $C_{1-6}$alkoxy;

$\mathbf{R^2}$ and $\mathbf{R^5}$ are independently hydrogen, a branched or unbranched $C_{1-6}$alkyl, $C_{3-6}$cycloalkyl or aryl; wherein said $C_{1-6}$alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, $C_{1-6}$alkoxy, aryl $C_{1-6}$alkoxy,$(C_1-C_4)_3Si$, *N*-($C_{1-6}$alkyl)amino, *N,N*-($C_{1-6}$alkyl)$_2$amino, $C_{1-6}$alkylS(O)$_{a,\ aryl}$ $C_{1-6}$ alkylS(O)$_a$, wherein a is 0-2, $C_{3-6}$cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, $C_{1-6}$alkyl or $C_{1-6}$alkoxy;

$\mathbf{R^3}$ is hydrogen, alkyl, halo, $C_{1-6}$alkoxy or $C_{1-6}$ alkylS-;

$\mathbf{R^4}$ is hydrogen, $C_{1-6}$ alkyl, halo or $C_{1-6}$alkoxy;

$\mathbf{R^6}$ is hydrogen, $C_{1-6}$ alkyl, or aryl$C_{1-6}$ alkyl;

$\mathbf{R^7}$ is an hydroxy group or a $C_{1-3}$ alkoxy group;

wherein $\mathbf{R^5}$ and $\mathbf{R^2}$ may form a ring with 2-7 carbon atoms and wherein $\mathbf{R^6}$ and $\mathbf{R^2}$ may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof;

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-[4-(*N*-{*N*-[(R)-1-(carboxy)-2-(hydroxy)ethyl]carbamoylmethyl} carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-{4-[*N*-((R)-α-{*N*-[(S)-1-(carboxy)-2-(hydroxy) ethyl]carbamoyl}benzyl)carbamoylmethoxy]phenyl}azetidin-2-one.

13. A method of treating or preventing hyperlipidemic conditions comprising the administration of an effective amount of a compound according to any one of claims 1 to 12 to a mammal in need thereof.

14. A method of treating or preventing atherosclerosis comprising the administration of an effective amount of a compound according to any one of claims 1 to 12 to a mammal in need thereof.

15. A method for treating or preventing Alzheimers' disease comprising the administration of an effective amount of a compound according to any one of claims 1 to 12 to a mammal in need thereof.

16. A method for treating or preventing cholesterol associated tumors comprising the administration of an effective amount of a compound according to any one of claims 1 to 12 to a mammal in need thereof.

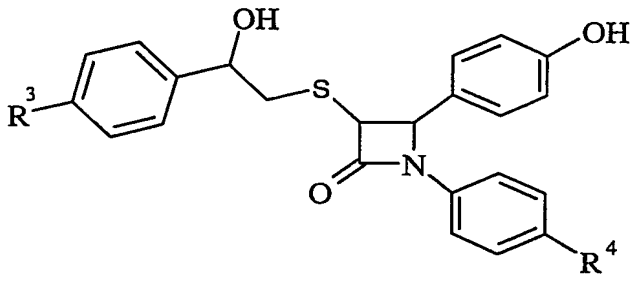
17. A pharmaceutical formulation comprising a compound according to any one of claims 1 to 12 in admixture with pharmaceutically acceptable adjuvants, diluents and/or carriers.

18. A combination of a compound according to formula (I) or (I2) with a PPAR alpha and/or gamma agonist.

19. A combination of a compound according to formula (I) or (I2) with an HMG Co-A reductase inhibitor.

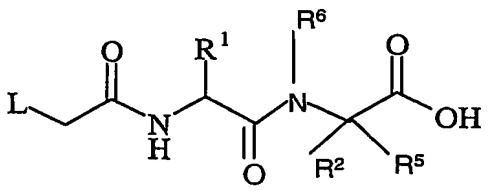
20. A process for preparing a compound of formula (**I**) or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof which process (wherein variable groups are, unless otherwise specified, as defined in formula (**I**)) comprises of:

*Process 1)* reacting a compound of formula (**II**):



(**II**)

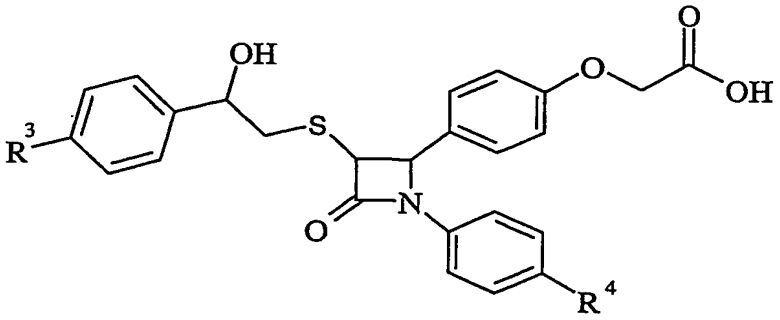
with a compound of formula (**III**):



(**III**)

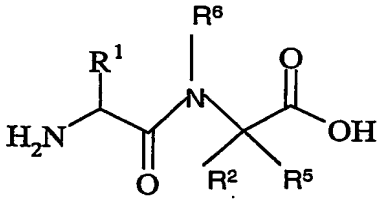
wherein L is a displaceable group;

*Process 2)* reacting an acid of formula (**IV**):



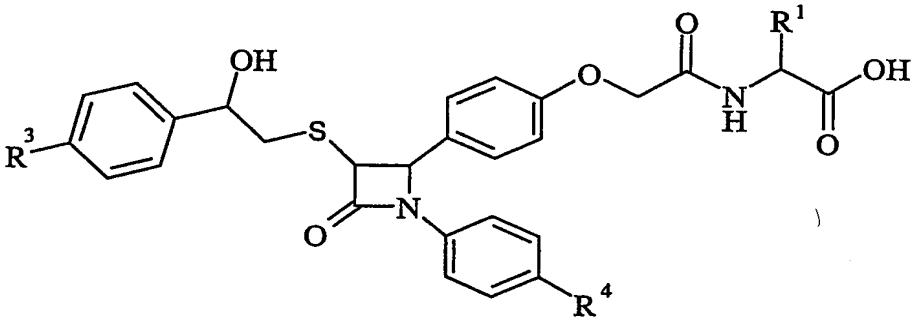
(IV)

or an activated derivative thereof; with an amine of formula (V):



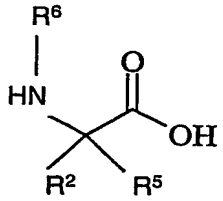
(V)

*Process 3):* reacting an acid of formula (VI):



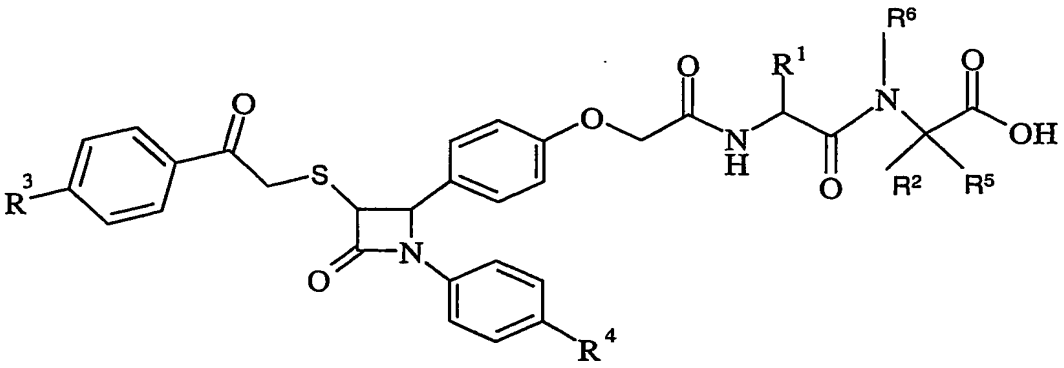
(VI)

or an activated derivative thereof, with an amine of formula (VII):



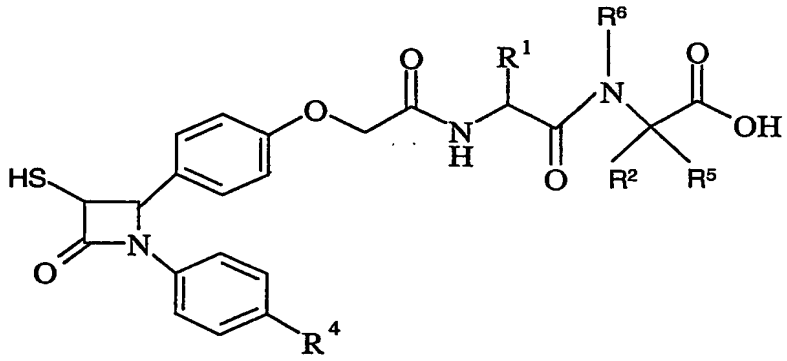
(VII)

*Process 4):* reducing a compound of formula (VIII):



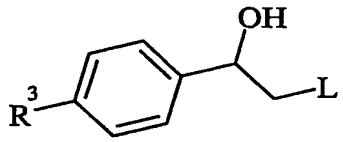
(VIII)

*Process 5):* reacting a compound of formula (IX):



(IX)

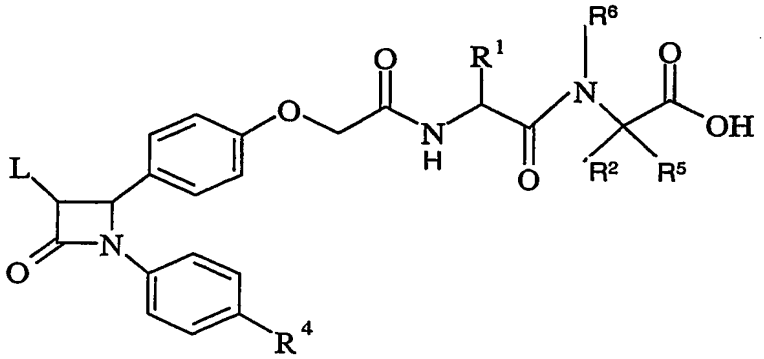
with a compound of formula (X):



(X)

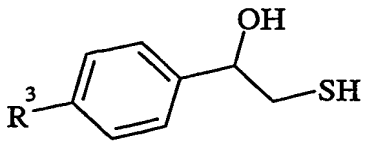
wherein L is a displaceable group;

*Process 6):* reacting a compound of formula (XI):



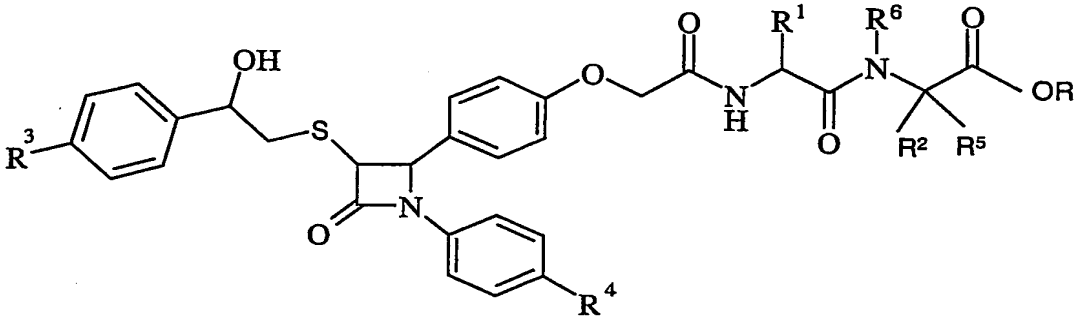
(XI)

wherein L is a displaceable group; with a compound of formula (XII):



(XII)

*Process 7)*: De-esterifying a compound of formula (XIII)



(XIII)

wherein the group C(O)OR is an ester group;

and thereafter if necessary or desirable:

i) converting a compound of the formula (I) into another compound of the formula (I);

ii) removing any protecting groups;

iii) forming a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug; or

iv) separating two or more enantiomers.

L is a displaceable group, suitable values for L are for example, a halogeno or sulphonyloxy group, for example a chloro, bromo, methanesulphonyloxy or toluene-4-sulphonyloxy group.

C(O)OR is an ester group, suitable values for C(O)OR are methoxycarbonyl, ethoxycarbonyl, *t*-butoxycarbonyl and benzyloxycarbonyl.